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Attorneys for Nominal Defendant
Leap Wireless International, Inc.

UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF CALIFORNIA

CHARLES GRAHAM, Derivatively on Behalf
of Nominal Defendant LEAP WIRELESS
INTERNATIONAL, INC.,

Plaintiff,

v.

S. DOUGLAS HUTCHESON, AMIN
KHALIFA, GRANT BURTON, DEAN M.
LUVISA, MICHAEL B. TARGOFF, JOHN D.
HARKEY, JR., ROBERT V. LAPENTA,
MARK H. RACHESKY, M.D., and JAMES
D. DONDERO,

Defendants,

and

LEAP WIRELESS INTERNATIONAL, INC.,

Nominal Defendant.

CASE NO. 08-CV-0246 L NLS

(Derivative Action)

**PROOF OF SERVICE OF NOMINAL
DEFENDANT LEAP WIRELESS
INTERNATIONAL, INC.'S MOTION
TO DISMISS DERIVATIVE
COMPLAINT AND RELATED
PLEADINGS**

Judge: The Hon. M. James Lorenz
Courtroom: 14
Hearing Date: August 4, 2008
Hearing Time: 10:30 a.m.

PROOF OF SERVICE

I am employed in the County of San Diego, State of California. I am over the age of 18 years and not a party to this action. My business address is Latham & Watkins LLP, 600 West Broadway, Suite 1800, San Diego, CA 92101-3375.

On May 30, 2008, I served the following document described as:

NOMINAL DEFENDANT LEAP WIRELESS INTERNATIONAL, INC.'S NOTICE OF MOTION AND MOTION TO DISMISS DERIVATIVE COMPLAINT;

MEMORANDUM OF POINTS AND AUTHORITIES IN SUPPORT OF NOMINAL DEFENDANT LEAP WIRELESS INTERNATIONAL, INC.'S MOTION TO DISMISS DERIVATIVE COMPLAINT;

REQUEST FOR JUDICIAL NOTICE IN SUPPORT OF NOMINAL DEFENDANT LEAP WIRELESS INTERNATIONAL, INC.'S MOTION TO DISMISS DERIVATIVE COMPLAINT; AND EXHIBITS A THROUGH H

DECLARATION OF KIMBERLY A. HICKS IN SUPPORT OF NOMINAL DEFENDANT LEAP WIRELESS INTERNATIONAL, INC.'S MOTION TO DISMISS DERIVATIVE COMPLAINT

by serving a true copy of the above-described document in the following manner:

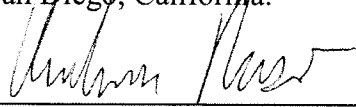
BY ELECTRONIC FILING

I am familiar with the United States District Court, Southern District of California's practice for collecting and processing electronic filings. Under that practice, documents are electronically filed with the court. The court's CM/ECF system will generate a Notice of Electronic Filing (NEF) to the filing party, the assigned judge, and any registered users in the case. The NEF will constitute service of the document. Registration as a CM/ECF user constitutes consent to electronic service through the court's transmission facilities. Under said practice, the following CM/ECF users were served:

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I declare that I am employed in the office of a member of the Bar of, or permitted to practice before, this Court at whose direction the service was made and declare under penalty of perjury under the laws of the State of California that the foregoing is true and correct.

Executed on May 30, 2008, at San Diego, California.



Andrea Rasco